

**Proposed Order**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION

**In re:** § **Chapter 11**  
§  
**FIELDWOOD ENERGY III LLC, et al.,** § **Case No. 20-33948 (MI)**  
§  
§ **(Jointly Administered)**  
**Post-Effective Date Debtors.<sup>1</sup>** §

**ORDER SUSTAINING PLAN ADMINISTRATOR'S SEVENTH OMNIBUS  
OBJECTION TO CLAIMS PURSUANT TO SECTION 502(b) OF THE BANKRUPTCY  
CODE AND RULE 3007 OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE  
SEEKING TO DISALLOW CERTAIN CLAIMS**

**(AMENDED AND SUPERSEDED CLAIMS)**

[Related Docket No. \_\_\_\_]

Upon the *Plan Administrator's Seventh Omnibus Objection to Claims Pursuant to Section 502(b) of the Bankruptcy Code and Rule 3007 of the Federal Rules of Bankruptcy Procedure Seeking to Disallow Certain Claims (Amended and Superseded Claims)* (the "Objection")<sup>2</sup> of the administrator of the chapter 11 plan (the "Plan Administrator") of the above-captioned reorganized debtors (collectively, the "Debtors," as applicable, and after the effective date of their plan of

---

<sup>1</sup> The Post-Effective Date Debtors, along with the last four digits of each Post-Effective Date Debtor's federal tax identification number, as applicable, are: Fieldwood Energy III LLC (6778); Fieldwood Energy Offshore LLC (4494), Fieldwood Energy Inc. (4991), GOM Shelf LLC (8107), and FW GOM Pipeline, Inc. (8440). Fieldwood Energy III LLC, Fieldwood Energy Offshore LLC, and Fieldwood Energy Inc. are managed and operated by the Plan Administrator, whose primary mailing address is 16255 Ventura Blvd., Suite 440, Encino, CA, 91436, C/O of Province LLC. GOM Shelf LLC and FW GOM Pipeline, Inc. (collectively, the "Post-Effective Date FWE I Subsidiaries") are managed and operated by Jon Graham, as sole manager of each Post-Effective Date FWE I Subsidiary. The Debtors in the other nine pending chapter 11 cases (which continue to be jointly administered with the cases of the Post-Effective Date Debtors), each of which have either been dissolved or merged into other entities as of the Effective Date, consist of the following: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422).

<sup>2</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Objection.

reorganization, the “Reorganized Debtors”), seeking entry of an order (this “Order”) disallowing the Amended and Superseded Claims identified on Schedule 1 attached hereto, it is **HEREBY ORDERED THAT:**

1. Pursuant to Section 502(b) of the Bankruptcy Code and Bankruptcy Rule 3007, each Amended and Superseded Claim identified as a “Claim To Be Disallowed” on Schedule 1 to this Order is disallowed in its entirety. Nothing in this Order shall affect the corresponding claims which amended and superseded the Amended and Superseded Claims (each such claim, a “Remaining Claim”, as identified in Schedule 1); *provided that*, that the Plan Administrator reserves the right to object to any Remaining Claim on Schedule 1 on any applicable grounds.

2. The Debtors’ Claims Agent is authorized and directed to update the claims register maintained in these chapter 11 cases to reflect the relief granted in this Order.

3. Each claim and the objections by the Plan Administrator to each claim identified in Schedule 1 constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order will be deemed a separate order with respect to each Amended and Superseded Claim.

4. Except as otherwise provided in this Order, nothing in this Order shall be deemed: (a) an admission as to the validity of any prepetition claim against a Debtor entity or such Debtor entity’s estate; (b) a waiver of any party’s right to dispute any prepetition claim on any grounds; (c) a promise or requirement to pay any prepetition claim; (d) an implication or admission that any particular claim is of a type specified or defined in this Objection or any order granting the relief requested by this Objection; (e) a request or authorization to assume any prepetition agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; or (f) a waiver of the Plan Administrator’s rights under the Bankruptcy Code or any other applicable law.

5. The Plan Administrator, the Claims Agent, and the Clerk of the Court are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Objection.

6. This Court shall retain exclusive jurisdiction to resolve any dispute arising from or related to this Order.

Dated: \_\_\_\_\_, 2022

---

MARVIN ISGUR  
UNITED STATES BANKRUPTCY JUDGE

**Schedule 1**

## Amended and Superseded Claims

**Schedule 1**  
**Amended and Superseded Claims**

In re: Fieldwood Energy LLC, et. Al.

Case No 20-33948 Jointly Administered

	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
<b>Claim To Be Disallowed</b>	743	Fieldwood Energy Offshore LLC	<b>Creditor:</b>  Anadarko E&P Company LP	\$0.00	\$0.00	\$0.00	\$528,925,158.00	\$528,925,158.00
			<b>Filed On:</b> 11/25/2020					
				Norton Rose Fulbright US LLP Attn: Bob Bruner 1301 McKinney, Suite 5100				
			<b>Comments:</b> Claim was amended and superseded by a later filed claim.	Houston, TX 77010				
<b>Remaining Claim</b>	888	Fieldwood Onshore LLC	Anadarko E&P Company LP	\$0.00	\$0.00	\$0.00	\$528,925,158.00	\$528,925,158.00
			<b>Filed On:</b> 1/18/2021					
				Norton Rose Fulbright US LLP Attn: Bob B. Bruner 1301 McKinney, Suite 5100				
				Houston, TX 77010				
<b>Claim To Be Disallowed</b>	739	Fieldwood Energy LLC	<b>Creditor:</b>  Anadarko E&P Company LP	\$0.00	\$0.00	\$0.00	\$528,925,158.00	\$528,925,158.00
			<b>Filed On:</b> 11/25/2020					
				Norton Rose Fulbright US LLP Attn: Bob Bruner 1301 McKinney Street, Suite 5100				
			<b>Comments:</b> Claim was amended and superseded by a later filed claim.	Houston, TX 77010				
<b>Remaining Claim</b>	890	Fieldwood Energy LLC	Anadarko E&P Company LP	\$0.00	\$0.00	\$0.00	\$528,925,158.00	\$528,925,158.00
			<b>Filed On:</b> 1/18/2021					
				Norton Rose Fulbright US LLP Attn: Bob B. Bruner 1301 McKinney, Suite 5100				
				Houston, TX 77010				

## Amended and Superseded Claims

**Schedule 1**  
**Amended and Superseded Claims**

In re: Fieldwood Energy LLC, et. Al.

Case No 20-33948 Jointly Administered

	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
<b>Claim To Be Disallowed</b>	777	Fieldwood Energy LLC	<b>Creditor:</b>  Anadarko Petroleum Corp.	\$0.00	\$0.00	\$0.00	\$528,925,158.00	\$528,925,158.00
			<b>Filed On:</b> 11/25/2020					
				Norton Rose Fulbright US LLP Attn: Bob Bruner 1301 McKinney, Suite 5100				
			<b>Comments:</b> Claim was amended and superseded by a later filed claim.	Houston, TX 77010				
<b>Remaining Claim</b>	885	Fieldwood Energy LLC	Anadarko Petroleum Corp.	\$0.00	\$0.00	\$0.00	\$528,925,158.00	\$528,925,158.00
			<b>Filed On:</b> 1/18/2021					
				Norton Rose Fulbright US, LLP Attn: Bob B. Bruner 1301 McKinney Street, Suite 5100				
				Houston, TX 77010				
<b>Claim To Be Disallowed</b>	758	Fieldwood Energy Offshore LLC	<b>Creditor:</b>  Anadarko Petroleum Corp.	\$0.00	\$0.00	\$0.00	\$528,925,158.00	\$528,925,158.00
			<b>Filed On:</b> 11/25/2020					
				Norton Rose Fulbright US LLP Attn: Bob Bruner 1301 McKinney, Suite 5100				
			<b>Comments:</b> Claim was amended and superseded by a later filed claim.	Houston, TX 77010				
<b>Remaining Claim</b>	886	Fieldwood Onshore LLC	Anadarko Petroleum Corp.	\$0.00	\$0.00	\$0.00	\$528,925,158.00	\$528,925,158.00
			<b>Filed On:</b> 1/18/2021					
				Norton Rose Fulbright US, LLP Attn: Bob B. Bruner 1301 McKinney, Suite 5100				
				Houston, TX 77010				

## Amended and Superseded Claims

**Schedule 1**  
**Amended and Superseded Claims**

In re: Fieldwood Energy LLC, et. Al.

Case No 20-33948 Jointly Administered

	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
<b>Claim To Be Disallowed</b>	773	Fieldwood Energy LLC	<b>Creditor:</b>  Anadarko U.S. Offshore LLC	\$0.00	\$0.00	\$0.00	\$528,925,158.00	\$528,925,158.00
			<b>Filed On:</b> 11/25/2020		Norton Rose Fulbright US LLP Attn: Bob Bruner 1301 McKinney, Suite 5100			
			<b>Comments:</b> Claim was amended and superseded by a later filed claim.		Houston, TX 77010			
<b>Remaining Claim</b>	887	Fieldwood Energy LLC	Anadarko U.S. Offshore LLC	\$0.00	\$0.00	\$0.00	\$528,925,158.00	\$528,925,158.00
			<b>Filed On:</b> 1/18/2021		Norton Rose Fulbright US LLP Attn: Bob B. Bruner 1301 McKinney, Suite 5100 Houston, TX 77010			
<b>Claim To Be Disallowed</b>	749	Fieldwood Energy Offshore LLC	<b>Creditor:</b>  Anadarko U.S. Offshore LLC	\$0.00	\$0.00	\$0.00	\$528,925,158.00	\$528,925,158.00
			<b>Filed On:</b> 11/25/2020		Norton Rose Fulbright US LLP Attn: Bob Bruner 1301 McKinney, Suite 5100			
			<b>Comments:</b> Claim was amended and superseded by a later filed claim.		Houston, TX 77010			
<b>Remaining Claim</b>	889	Fieldwood Onshore LLC	Anadarko U.S. Offshore LLC	\$0.00	\$0.00	\$0.00	\$528,925,158.00	\$528,925,158.00
			<b>Filed On:</b> 1/18/2021		Norton Rose Fulbright US, LLP Attn: Bob B. Bruner 1301 McKinney, Suite 5100 Houston, TX 77010			

## Amended and Superseded Claims

**Schedule 1**  
**Amended and Superseded Claims**

In re: Fieldwood Energy LLC, et. Al.

Case No 20-33948 Jointly Administered

	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
<b>Claim To Be Disallowed</b>	<b>1001</b>	Fieldwood Energy LLC	<b>Creditor:</b>  BP Exploration & Production Inc.	\$30,000,000.00	\$0.00	\$0.00	\$0.00	\$30,000,000.00
<b>Filed On:</b>	9/27/2021		Karl D. Burrer - Greenberg Traurig, LLP 1000 Louisiana Street, Suite 1700					
<b>Comments:</b>	Claim was amended and superseded by a later filed claim.		Houston, TX 77002					
<b>Remaining Claim</b>	<b>1033</b>	Fieldwood Energy LLC	BP Exploration & Production Inc.	\$0.00	\$0.00	\$0.00	\$23,029,183.60	\$23,029,183.60
<b>Filed On:</b>	10/29/2021		Karl D. Burrer - Greenberg Traurig, LLP 1000 Louisiana Street, Suite 1700					
			Houston, TX 77002					
<b>Claim To Be Disallowed</b>	<b>94</b>	Fieldwood Energy LLC	<b>Creditor:</b>  Deepsea Quality Consulting Inc.	\$0.00	\$0.00	\$0.00	\$109,415.11	\$109,415.11
<b>Filed On:</b>	8/24/2020		13111 Rummel Creek					
<b>Comments:</b>	Claim was amended and superseded by a later filed claim.		Houston, TX 77079					
<b>Remaining Claim</b>	<b>292</b>	Fieldwood Energy LLC	Deepsea Quality Consulting Inc.	\$109,415.11	\$30,440.53	\$0.00	\$0.00	\$109,415.11
<b>Filed On:</b>	10/27/2020		13111 Rummel Creek					
			Houston, TX 77079					

## Amended and Superseded Claims

**Schedule 1**  
**Amended and Superseded Claims**

In re: Fieldwood Energy LLC, et. Al.

Case No 20-33948 Jointly Administered

	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
<b>Claim To Be Disallowed</b>	<b>34</b>	Fieldwood Energy LLC	<b>Creditor:</b> EBI Liftboats, LLC  <b>Filed On:</b> 8/17/2020  <b>Comments:</b> Claim was amended and superseded by a later filed claim.	\$0.00	\$0.00	\$0.00	\$195,095.00	\$195,095.00
<b>Remaining Claim</b>	<b>10</b>	Fieldwood Energy LLC	EBI Liftboats, LLC  <b>Filed On:</b> 8/20/2020  124 Finish Line Lane Houma, LA 70360	\$0.00	\$0.00	\$0.00	\$273,685.00	\$273,685.00
<b>Claim To Be Disallowed</b>	<b>95</b>	Fieldwood Energy LLC	<b>Creditor:</b> ENVIRO-TECH SYSTEMS LLC  <b>Filed On:</b> 9/4/2020  <b>Comments:</b> Claim was amended and superseded by a later filed claim.	\$0.00	\$18,715.00	\$0.00	\$56,436.36	\$75,151.36
<b>Claim To Be Disallowed</b>	<b>133</b>	Fieldwood Energy LLC	<b>Creditor:</b> Enviro-Tech Systems LLC  <b>Filed On:</b> 9/4/2020  <b>Comments:</b> Claim was amended and superseded by a later filed claim.	\$0.00	\$18,715.00	\$0.00	\$56,436.36	\$75,151.36
<b>Remaining Claim</b>	<b>367</b>	Fieldwood Energy LLC	ENVIRO-TECH SYSTEMS LLC  <b>Filed On:</b> 11/16/2020  17327 NORWELL DRIVE COVINGTON, LA 70435	\$0.00	\$18,715.00	\$0.00	\$48,389.36	\$67,104.36

## Amended and Superseded Claims

**Schedule 1**  
**Amended and Superseded Claims**

In re: Fieldwood Energy LLC, et. Al.  
Case No 20-33948 Jointly Administered

	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
<b>Claim To Be Disallowed</b>	<b>466</b>	Fieldwood Energy LLC	<b>Creditor:</b>  Liberty Mutual Insurance Company	Unliquidated	Unliquidated	Unliquidated	Unliquidated	Unliquidated
<b>Filed On:</b>	11/19/2020		Brandon K. Bains PO Box 94075 Southlake, TX 76092					
<b>Comments:</b>	Claim was amended and superseded by a later filed claim.							
<b>Remaining Claim</b>	<b>502</b>	Fieldwood Energy LLC	Liberty Mutual Insurance Company	\$0.00	\$0.00	\$0.00	\$69,393,178.00	\$69,393,178.00
<b>Filed On:</b>	11/20/2020		Brandon K. Bains PO Box 94075 Southlake, TX 76092					

## Amended and Superseded Claims

**Schedule 1**  
**Amended and Superseded Claims**

**In re: Fieldwood Energy LLC, et. Al.**  
**Case No 20-33948 Jointly Administered**

	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
<b>Claim To Be Disallowed</b>	924	Fieldwood Energy Inc.	<b>Creditor:</b>  Louisiana Department of Revenue P.O. Box 66658 Baton Rouge, LA 70896	Unliquidated	Unliquidated	Unliquidated	Unliquidated	Unliquidated
			<b>Filed On:</b> 2/3/2021					
			<b>Comments:</b> Claim was amended and superseded by a later filed claim.					
<b>Remaining Claim</b>	951	Fieldwood Energy Inc.	Louisiana Department of Revenue  P.O. Box 66658 Baton Rouge, LA 70896-6658	\$0.00	\$8,266.80	\$0.00	\$39,392.50	\$47,659.30
			<b>Filed On:</b> 3/10/2021					
<b>Claim To Be Disallowed</b>	923	Fieldwood Energy LLC	<b>Creditor:</b>  Louisiana Department of Revenue P.O. Box 66658 Baton Rouge, LA 70896	Unliquidated	Unliquidated	Unliquidated	Unliquidated	Unliquidated
			<b>Filed On:</b> 2/3/2021					
			<b>Comments:</b> Claim was amended and superseded by a later filed claim.					
<b>Remaining Claim</b>	978	Fieldwood Energy LLC	Louisiana Department of Revenue  PO Box 66658 Baton Rouge, LA 70896	\$0.00	\$0.00	\$9,542.61	\$0.00	\$9,542.61
			<b>Filed On:</b> 6/15/2021					

## Amended and Superseded Claims

**Schedule 1**  
**Amended and Superseded Claims**

In re: Fieldwood Energy LLC, et. Al.

Case No 20-33948 Jointly Administered

	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
<b>Claim To Be Disallowed</b>	<b>55</b>	Fieldwood Energy LLC	<b>Creditor:</b>  Petroleum Solutions International, LLC	\$0.00	\$0.00	\$0.00	\$23,044.00	\$23,044.00
			<b>Filed On:</b> 8/19/2020  <b>Comments:</b> Claim was amended and superseded by a later filed claim.		401 Audubon Blvd, Bldg. 39B Suite 103A  Lafayette, LA 70503			
<b>Remaining Claim</b>	<b>141</b>	Fieldwood Energy LLC	Petroleum Solutions International, LLC	\$0.00	\$0.00	\$0.00	\$27,524.00	\$27,524.00
			<b>Filed On:</b> 9/9/2020  <b>Comments:</b> Claim was amended and superseded by a later filed claim.		401 Audubon Blvd., Bldg. 39B Suite 103A  Lafayette, LA 70503			
<b>Claim To Be Disallowed</b>	<b>242</b>	Fieldwood Energy LLC	<b>Creditor:</b>  Pinnacle Engineering, Inc.	\$0.00	\$0.00	\$0.00	\$13,308.17	\$13,308.17
			<b>Filed On:</b> 10/16/2020  <b>Comments:</b> Claim was amended and superseded by a later filed claim.		7660 Woodway, Ste. 350  Houston, TX 77063			
<b>Remaining Claim</b>	<b>241</b>	Fieldwood Energy LLC	Pinnacle Engineering, Inc.	\$0.00	\$0.00	\$0.00	\$13,308.17	\$13,308.17
			<b>Filed On:</b> 10/16/2020  <b>Comments:</b> Claim was amended and superseded by a later filed claim.		7660 Woodway, Ste. 350  Houston, TX 77063			

## Amended and Superseded Claims

**Schedule 1**  
**Amended and Superseded Claims**

**In re: Fieldwood Energy LLC, et. Al.**  
**Case No 20-33948 Jointly Administered**

	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total
<b>Claim To Be Disallowed</b>	<b>33</b>	Fieldwood Energy LLC	<b>Creditor:</b> Specialty Equipment Sales, Inc.	\$0.00	\$0.00	\$0.00	\$4,870.25	\$4,870.25
<b>Filed On:</b>	8/12/2020		303 Mecca Drive					
<b>Comments:</b>	Claim was amended and superseded by a later filed claim.		Lafayette, LA 70508					
<b>Remaining Claim</b>	<b>37</b>	Fieldwood Energy LLC	Specialty Equipment Sales, Inc.	\$0.00	\$0.00	\$0.00	\$4,870.25	\$4,870.25
<b>Filed On:</b>	8/12/2020		303 Mecca Drive					
			Lafayette, LA 70508					

**Claims To Be Disallowed Totals**      17      \$30,000,000.00      \$37,430.00      \$8,266.80      \$3,174,048,945.75      \$3,204,046,983.25